

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

LARRY FREUDENBERG, Individually and
On Behalf of All Others Similarly Situated,

Plaintiff,

- against -

E*TRADE FINANCIAL CORPORATION,
MITCHELL H. CAPLAN, ROBERT J.
SIMMONS and DENNIS E. WEBB,

Defendants.

Civil Action No.

07 Civ. 8538 (JPO) (MHD)

DECLARATION OF BRIAN C. KERR REGARDING TIMELY FILED OBJECTIONS

I, Brian C. Kerr, hereby declare as follows:

1. I am a Director at Brower Piven, A Professional Corporation (“Brower Piven”),⁴ Court-appointed Lead Counsel in the above-captioned action. I am fully familiar with all the facts and circumstances herein.

2. I submit this Declaration in connection with the accompanying Notice of Timely Filed Objections, and to provide the Court with copies of all objections received by the parties and/or filed with the Court in connection with Plaintiffs' Motions for (1) Final Approval of Class Notice and Final Certification of the Class for Purposes of Settlement, (2) Final Approval of the Proposed Settlement and the Proposed Plan of Allocation, and (3) Attorneys' Fees and Reimbursement of Litigation Expenses.

3. Attached as Exhibit 1 is a true and correct copy of the Objections to the Proposed Settlement and Proof of Membership in Class, on behalf of Paul Liles, dated September 6, 2012.

4. Attached as Exhibit 2 is a true and correct copy of the Objection of Leon I. Behar to Motions for Final Approval of the Proposed Settlement and Attorneys' Fees and Request to Attend Settlement Hearing and Address the Court, on behalf of Leon I. Behar, dated September 10, 2012.

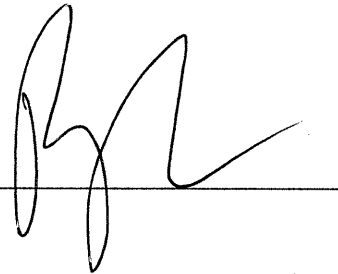
5. Attached as Exhibit 3 is a true and correct copy of the Objection to Proposed Settlement and Intent to Appear at Hearing, on behalf of Chris Andrews, dated September 5, 2012.

6. Attached as Exhibit 4 is a true and correct copy of the Supplement to Existing Objection, on behalf of Chris Andrews, dated September 10, 2012.

7. Attached as Exhibit 5 is a true and correct copy of the Objection on behalf of Eldon R. Ventris, dated September 4, 2012, and a letter from his counsel dated September 10, 2012 concerning Mr. Ventris's proof of membership in the class.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 21st day of September, 2012 at New York, New York.

Brian C. Kerr

A handwritten signature in black ink, appearing to be 'BK', is written over a horizontal line. The signature is stylized with loops and a long horizontal stroke at the end.

CERTIFICATE OF SERVICE

I hereby certify that on September 21, 2012, I served true and correct copies of the foregoing Declaration of Brian C. Kerr in Connection with Filing of Objections by causing copies to be sent as follows:

By the ECF System and By Electronic Mail

Dennis Glazer
Amelia T.R. Starr
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Attorneys for Defendants

By Regular Mail

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Objector

Leon I. Behar
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Objector

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Objector

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Counsel for Objector Eldon R. Ventris



Brian C. Kerr